



June 2007

Information Request Questions: Financial – Piercing the Corporate Veil

1. Describe the nature and extent of any ownership interest that you may have in Company X, a [state] corporation, and when and how such ownership interest was acquired.
2. Provide a history (e.g., payment dates, amounts received, etc.), of dividends received by you, or any of your subsidiaries, from Company X resulting from your ownership of capital stock in Company X.
3. Do you or any of your subsidiaries provide, or have you or any of your subsidiaries ever provided, any assistance, guidance, advice or input of any nature to Company X in the preparation or formulation of Company X's business strategy, business goals, budgets, forecasts etc.? If so, explain in detail.
4. Have you or any of your subsidiaries ever made any loan(s) to Company X? If so, provide complete information pertaining to such loan(s), including copies of all loan documentation (i.e., loan agreements, promissory notes, guarantees, security agreements, financing statements, amortization/payment tables), and complete information pertaining to any assignment, extension, composition, restructuring, etc. of such loan(s). For the purposes of this question, "loan" shall include the establishment of a line of credit by Company Y or any of its subsidiaries for the use and/or benefit of Company X, whether or not such line of credit has ever been drawn on.
5. Do you or any of your subsidiaries now provide, or have you or any of your subsidiaries ever provided, any clerical, administrative, professional or other services or assistance to Company X? If so, provide a complete description of the nature of services or assistance provided, along with the time period(s) during which such services or assistance was provided.
6. Do you or any of your subsidiaries now, or have you or any of your subsidiaries ever leased or rented any furnishings, fixtures, equipment, personal, or real property to Company X? If so, provide a complete description of the type of property leased or rented, and the terms and duration of such arrangement.
7. Have you or any of your subsidiaries ever provided any training of any nature to any director, officer, or employee of Company X? If so, provide a complete description of such training, including the nature of the training, who it was offered to, who participated in it (both as instructors and instructees), and when and where it was conducted.
8. Have you or any of your subsidiaries ever transacted any business with Company Y? This includes the purchase of goods or services by Company Y or any subsidiary thereof, from Company X, or the sale of goods or services by Company Y, or any subsidiary thereof, to Company X. If you answer yes to this question, provide complete information regarding the nature and extent of such transactions or business relationship.

9. Have you or any of your subsidiaries ever acted directly or indirectly to guarantee any loan made to Company X? If so, provide complete information regarding such arrangement, including copies of all documents pertaining to such arrangement.
10. Do any of the employees, officers, and/or directors of Company X participate in any manner in any savings programs, ESOPs, pension plans, deferred compensation or other arrangements offered or sponsored by you or any of your subsidiaries? If so, explain in detail.
11. Is Company X required to, or does Company X receive, your approval or concurrence or the concurrence of any of your subsidiaries when making expenditures? If so, explain in detail.
12. Have any of Company X's employees ever been employed by you or any of your subsidiaries? If so, provide each such employee's name, job title, and dates of employment.
13. Do you and Company X now have, or have you or any of your subsidiaries and Company X ever had common directors? If so, provide the names and dates of service of such directors.
14. Does Company Y and Company X now, or has it ever, filed consolidated tax returns? If so, provide complete copies of such returns.
15. Identify all persons, including your employees, who may have knowledge, information or documents about the generation, use, purchase, treatment, storage, disposal or other handling of materials at or transportation of materials to the Site.
16. For any persons identified in response to the above request, describe that person's acts or failure to act that may have caused a release of hazardous substances at the Site.
17. If you have reason to believe that there may be persons able to provide a more detailed or complete response to any question contained herein or who may be able to provide additional responsive documents, identify such persons and the additional information or documents that they may have.
18. For each and every question contained herein, if information or documents responsive to this Information Request are not in your possession, custody or control, then identify the persons from whom such information or documents may be obtained.